

U.S. Department of Justice

Washington, DC 20530

Amendment to Registration Statement**Pursuant to the Foreign Agents Registration Act of 1938, as amended**

INSTRUCTIONS. File this amendment form for any changes to a registration. Compliance is accomplished by filing an electronic amendment to registration statement and uploading any supporting documents at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average 1.5 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant

Hills Stern & Morley LLP

2. Registration No.

5965

3. This amendment is filed to accomplish the following indicated purpose or purposes:

☐ To give a 10-day notice of change in information as required by Section 2(b) of the Act.☐ To correct a deficiency in☐ Initial Statement☐ Supplemental Statement for the period ending _____☐ Other purpose (*specify*) _____☒ To give notice of change in an exhibit previously filed.

4. If this amendment requires the filing of a document or documents, please list:

July 21, 2011 letter agreement amending contract dated July 23, 2010 between registrant and Government of Aruba.

5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains. (*If space is insufficient, a full insert page must be used.*)

By letter dated July 21, 2011, registrant and Government of Aruba amended Sections 3.2 and 3.3 of their letter agreement dated July 23, 2010, and registrant amends the previously filed Exhibit B.

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to the truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

(Print or type name under each signature or provide electronic signature¹)

January 30, 2012

/s/ Laura Hume Hills

eSigned

January 30, 2012

/s/ Guy Andrew Morley

eSigned

January 30, 2012

/s/ Michael Hall Abbey

eSigned

January 30, 2012

/s/ Roderick M. Hills

eSigned

¹ This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

HILLS STERN & MORLEY LLP
ATTORNEYS AT LAW

July 21, 2011

His Excellency Mike G. Eman, Prime Minister
Government of Aruba
L.G. Smith Blvd. 76
Oranjestad, Aruba

Dear Prime Minister Eman:

As discussed, I am writing to amend Sections 3.2 and 3.3 of the July 23, 2010 engagement letter between the Government of Aruba (the "Client") and Hills Stern & Morley LLP (the "Firm"). These sections currently read as follows:

3.2 Client charges for Policy Matters will be a monthly non-refundable general retainer of \$7,000.

3.3 The Client requests the Firm to engage Rob Engel as a strategic partner to perform work related to the Policy Matters. The associated cost for the Firm's engagement of Rob Engel will be charged as an expense to the Client not to exceed \$8,000 for any calendar month.

Section 3 will be amended effective July 1, 2011 as follows:

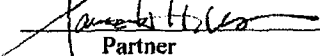
3.2 Client charges for Policy Matters will be a monthly non-refundable general retainer of \$12,500.

3.3 The Client requests the Firm to engage Rob Engel as a strategic partner to perform work related to the Policy Matters. The associated cost for the Firm's engagement of Rob Engel will be charged as an expense to the Client not to exceed \$2,500 for any calendar month.

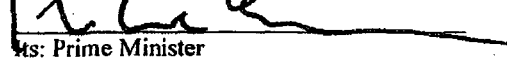
Please indicate your acceptance of this amendment by signing and returning a copy of this letter. We appreciate the opportunity to continue to be of service to you.

Sincerely,

HILLS STERN & MORLEY LLP

By: 
Partner

THE GOVERNMENT OF ARUBA

By: 
His: Prime Minister
HIS EXCELLENCY MIKE G. EMAN